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## **eSun Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 571)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**結好證券有限公司**  
**GET NICE SECURITIES LIMITED**

Reference is made to the announcement of the Company dated 20 January 2017.

The Board is pleased to announce that all conditions of the Placing as set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 9 February 2017 whereby a total of 248,642,433 Placing Shares were allotted and issued to not less than six independent Placees at the Placing Price under the General Mandate.

The gross proceeds from the Placing are approximately HK\$154.2 million, and the net proceeds from the Placing are approximately HK\$150.9 million after deducting the placing commission and other expenses incurred in the Placing.

Reference is made to the announcement of eSun Holdings Limited (“**Company**”) dated 20 January 2017 (“**Announcement**”) in relation to the Placing of 248,642,433 Placing Shares under the General Mandate. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that all conditions of the Placing as set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 9 February 2017 whereby a total of 248,642,433 Placing Shares, representing approximately 16.67% of the total issued Shares as enlarged by the Placing immediately after the Completion, were allotted and issued to not less than six independent Placees at the Placing Price of HK\$0.620 per Placing Share under the General Mandate.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, (i) each of the Placees and its ultimate beneficial owner(s) is independent of the Company and its connected persons; and (ii) none of them has become a substantial shareholder of the Company upon completion of the Placing.

The gross proceeds from the Placing are approximately HK\$154.2 million, and the net proceeds from the Placing are approximately HK\$150.9 million after deducting the placing commission and other expenses incurred in the Placing. As disclosed in the Announcement, the net proceeds will be used by the Company as general working capital.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The effect on the shareholding structure of the Company immediately before and after Completion is set out below for illustration purposes:

Shareholders	Immediately <u>before</u> Completion		Immediately <u>after</u> Completion	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Transtrend Holdings Limited <sup>(Note 1)</sup>	521,204,186	41.92%	521,204,186	34.93%
Lam Kin Ngok, Peter (“ <b>Dr. Lam</b> ”) <sup>(Notes 1&amp;2)</sup>	2,794,443	0.23%	2,794,443	0.19%
Lam Hau Yin, Lester <sup>(Note 3)</sup>	2,794,443	0.23%	2,794,443	0.19%
SAIF Partners IV LP <sup>(Note 4)</sup>	125,000,000	10.05%	125,000,000	8.38%
The Placees	–	–	248,642,433	16.67%
Other public Shareholders	<u>591,419,093</u>	<u>47.57%</u>	<u>591,419,093</u>	<u>39.64%</u>
<b>Total</b>	<b><u>1,243,212,165</u></b>	<b><u>100%</u></b>	<b><u>1,491,854,598</u></b>	<b><u>100%</u></b>

Notes:

- Lai Sun Development Company Limited (“**LSD**”) is deemed to be interested in 521,204,186 Shares beneficially owned by Transtrend Holdings Limited, its wholly-owned subsidiary. In addition, Dr. Lam (an Executive Director from 15 October 1996 to 13 February 2014) and Lai Sun Garment (International) Limited are deemed to be interested in the same 521,204,186 Shares indirectly owned by LSD pursuant to the provisions of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).
- Dr. Lam is the beneficial owner of 2,794,443 Shares.
- Mr. Lam Hau Yin, Lester, an Executive Director, is the beneficial owner of 2,794,443 Shares.

4. SAIF Partners IV LP is the beneficial owner of 125,000,000 Shares, which is indirectly controlled by Mr. Andrew Y. Yan (a Non-executive Director) as a director and the sole shareholder of SAIF IV GP Capital Limited which is the sole general partner of SAIF IV GP LP which in turn is the sole general partner of SAIF Partners IV LP.

**By Order of the Board**  
**eSun Holdings Limited**  
**Lui Siu Tsuen, Richard**  
*Executive Director and*  
*Chief Executive Officer*

Hong Kong, 9 February 2017

*As at the date of this announcement, the Board comprises four Executive Directors, namely Messrs. Lui Siu Tsuen, Richard (Chief Executive Officer), Chew Fook Aun, Lam Hau Yin, Lester and Yip Chai Tuck; two Non-executive Directors, namely Madam U Po Chu and Mr. Andrew Y. Yan; and four Independent Non-executive Directors, namely Messrs. Low Chee Keong (Chairman), Lo Kwok Kwei, David and Alfred Donald Yap and Dr. Ng Lai Man, Carmen.*